

RECORDATION NO. 17153-A FILED 1425

JUL 28 1994 -12 15 PM

INTERSTATE COMMERCE COMMISSION

ALVORD AND ALVORD

ATTORNEYS AT LAW

918 SIXTEENTH STREET, N W

SUITE 200

WASHINGTON, D C

20006-2973

(202) 393-2266

FAX (202) 393-2156

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

July 28, 1994

Mr. Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Mr. Strickland:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are two copies of a Full Release Agreement, dated as of July 28, 1994, a secondary document as defined in the Commission's Rules for the Recordation of Documents under 49 C.F.R. Section 1177.

The enclosed document relates to the Security Agreement previously filed with the Commission under one of the following Recordation Numbers: 14933, 15243, 15477, 16448, 16449 and ~~17153~~.

The name and address of the party to the enclosed document are:

Secured Party: First Bank National Association
(formerly First National Bank of Minneapolis)
First Bank Place
Minneapolis, Minnesota 55480

A description of the railroad equipment covered by the enclosed document is set forth in the Security Agreement, as originally filed, supplemented and amended.



Mr. Sidney L. Strickland, Jr.
July 28, 1994
Page 2

Also enclosed is a check in the amount of \$18.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return one stamped copy of each of the enclosed documents to the undersigned.

A short summary of the enclosed secondary document to appear in the Commission's Index is:

"Full Release"

Very truly yours,

A handwritten signature in cursive script, appearing to read 'Robert W. Alvord', written in dark ink.

Robert W. Alvord

RWA/bg
Enclosures

FULL RELEASE AGREEMENT

This Full Release Agreement is made as of July 28, 1994 by First Bank National Association, formerly known as First National Bank of Minneapolis, a national banking institution ("Lender") in favor of Greenbrier Railcar, Inc., a Delaware corporation ("Borrower").

RECITALS

A. Pursuant to Consolidated Loan Agreement and a Subordinated Loan Agreement each dated as of July 31, 1989 (together referred to as the "Loan Agreement") between Lender and Borrower, Lender has agreed to loan to Borrower monies (the "Loan"). To secure payment of the Loan and certain other amounts, Borrower executed and delivered to Lender a Security Agreement dated as of December 12, 1990, pursuant to which Borrower assigned, granted and pledged to Lender a security interest in the Collateral, as defined in the Security Agreement.

B. The Security Agreement was filed for record in the office of the Interstate Commerce Commission in Washington, D.C. as follows:

<u>Date</u>	<u>Time</u>	<u>Recordation Number</u>
December 28, 1990	2:35 PM	17153

C. For adequate consideration that has been acknowledged, Lender has agreed to release its security interest in the Collateral covered by the above Security Agreement ("Released Equipment").

NOW THEREFORE, Lender agrees as follows:

- (1) Lender hereby absolutely and unconditionally releases and discharges its security interest and any other rights, title or interest which it may have in the Released Equipment.
- (2) Lender agrees that it will execute, acknowledge and deliver such further releases, termination statements, assignments and other further assurances pursuant to this Full Release Agreement as may be requested by Borrower in order to effectuate the release of the Released Equipment.

IN WITNESS WHEREOF, Lender has executed this Full Release Agreement effective as of the date first above written.

FIRST BANK NATIONAL ASSOCIATION

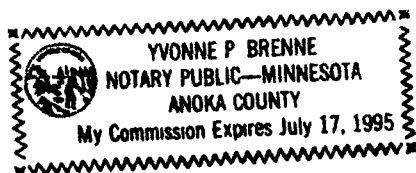
By: David A. Draxler
DAVID A. DRAXLER
Title: VICE PRESIDENT

072541.FBN

RECORDATION NO 17153-A
JUL 28 1994 - 12 15 PM
INTERSTATE COMMERCE COMMISSION

STATE OF Minnesota)
County of Hennepin) ss.

On this 26th day of July, 1994, before me, Yvonne Brenne, the undersigned Notary Public, personally appeared David A. Draxler, personally known to me to be the person who executed the within instrument as Vice President on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.



072541.FBN

Yvonne Brenne
Notary Public for
My commission expires 7-15-95